MARVEL
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JAN
02701
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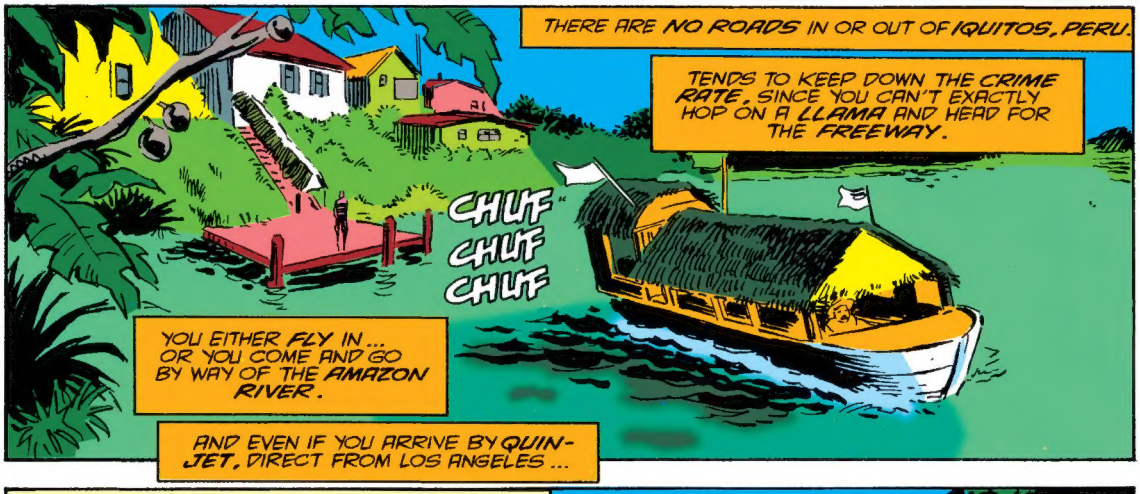
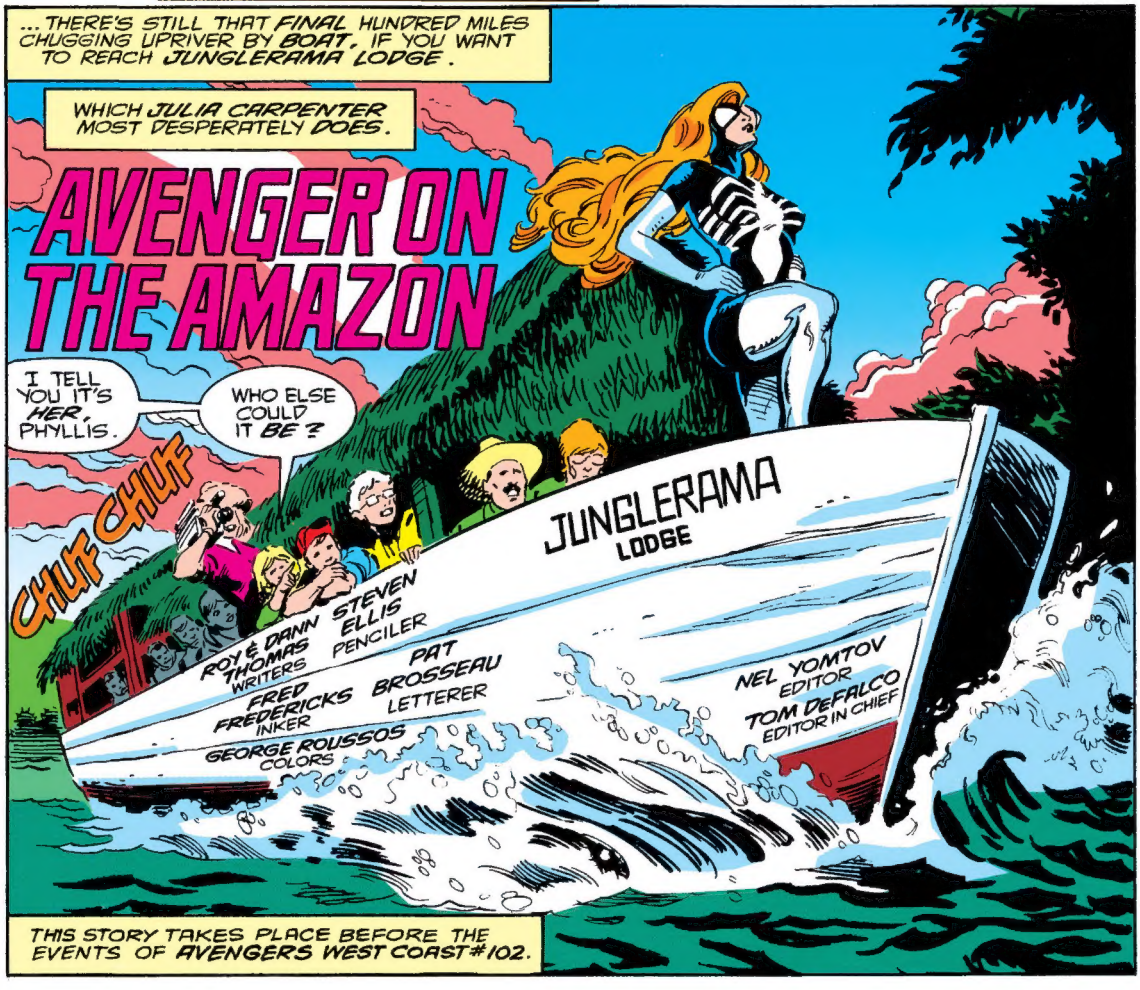
HER 1ST LIMITED SERIES!
SPIDER-WOMAN
UP THE AMAZON WITHOUT A PADDLE!

IN THE LABORATORIES OF THE MYSTERIOUS COMMISSION, JULIA CARPENTER WAS GIVEN THE POWERS OF A HUMAN ARACHNID. MOVING FROM COLORADO, TO THE TURBULENCE OF SOUTHERN CALIFORNIA, SHE HAS SPLIT WITH THE COMMISSION — AND BECOME ONE OF THE MOST POWERFUL OF THE AVENGERS. . .

STAN LEE PRESENTS: SPIDER-WOMAN





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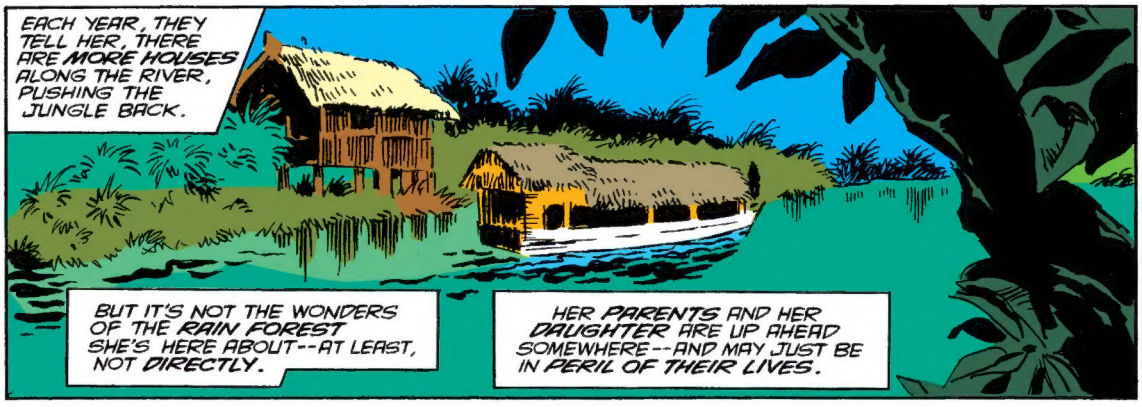
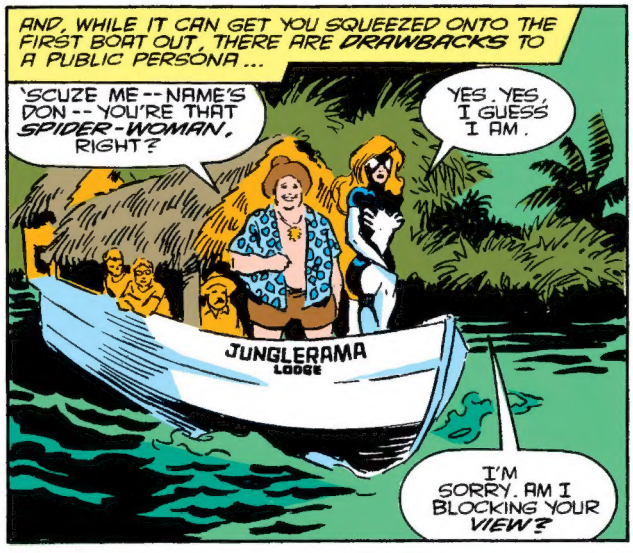
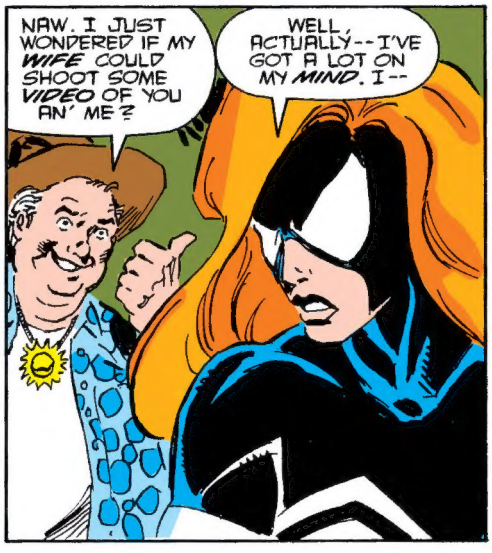
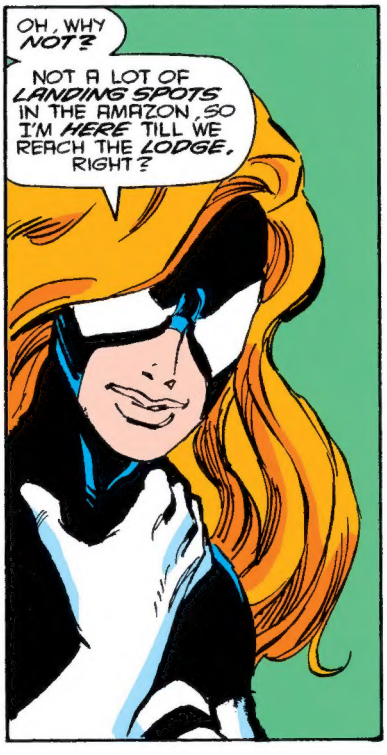
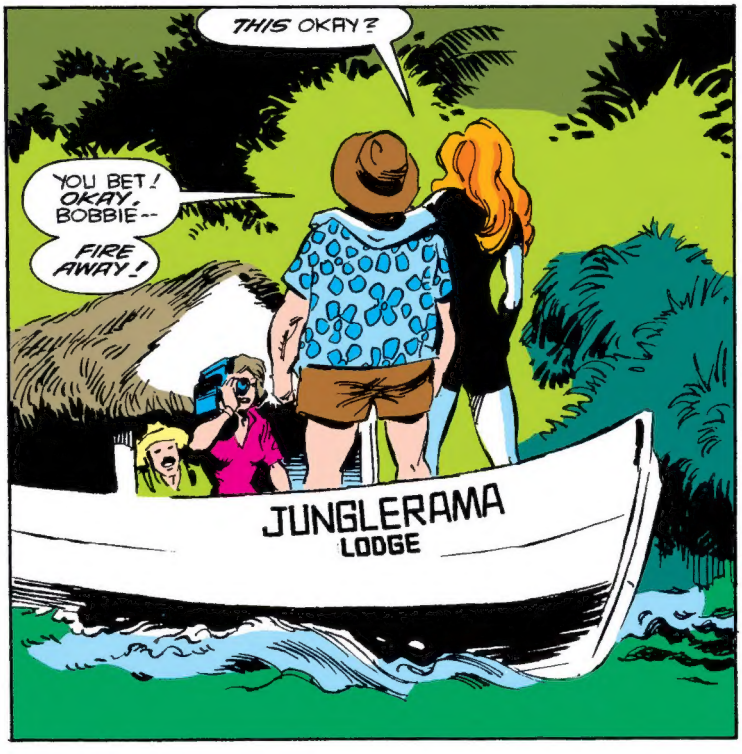
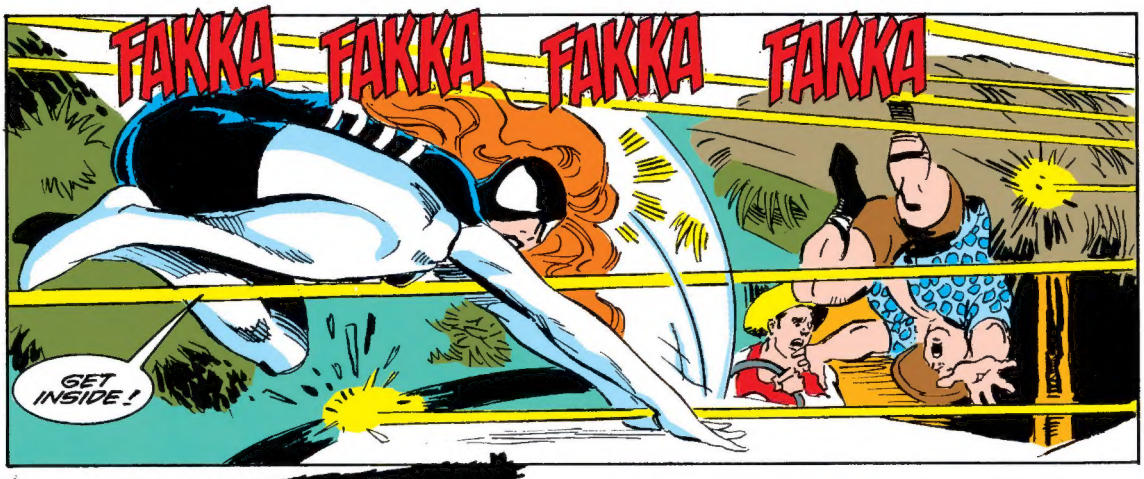

EACH YEAR, THEY TELL HER, THERE ARE MORE HOUSES ALONG THE RIVER, PUSHING THE JUNGLE BACK.
BUT IT'S NOT THE WONDERS OF THE RAIN FOREST SHE'S HERE ABOUT--AT LEAST, NOT DIRECTLY.
HER PARENTS AND HER DAUGHTER ARE UP AHEAD SOMEWHERE--AND MAY JUST BE IN PERIL OF THEIR LIVES.

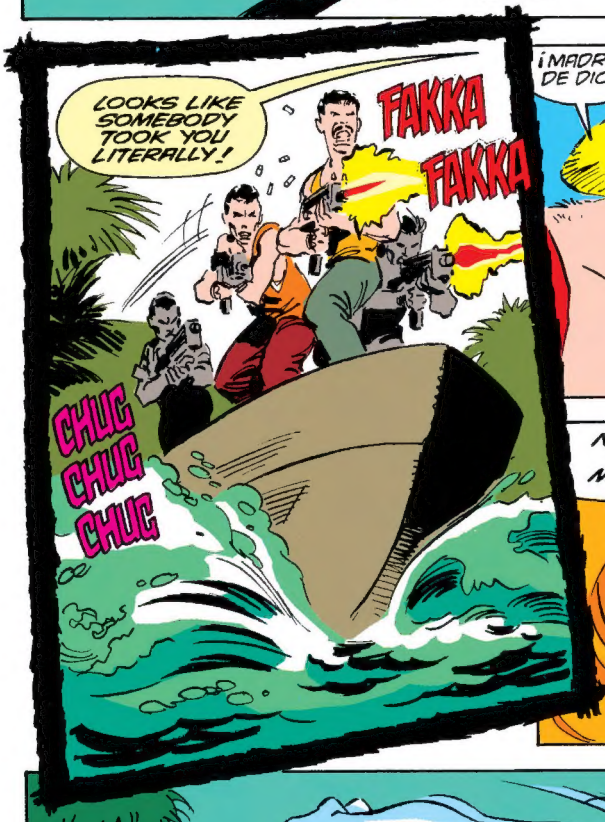

AND, WHILE IT CAN GET YOU SQUEEZED ONTO THE FIRST BOAT OUT, THERE ARE DRAWBACKS TO A PUBLIC PERSONA...
'SCUZE ME--NAME'S DON--YOU'RE THAT SPIDER-WOMAN, RIGHT?
YES. YES, I GUESS I AM.
JUNGLERAMA LODGE
I'M SORRY. AM I BLOCKING YOUR VIEW?

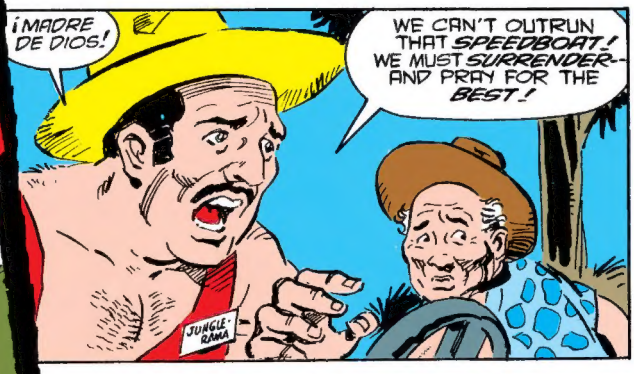

NAW. I JUST WONDERED IF MY WIFE COULD SHOOT SOME VIDEO OF YOU AN' ME?
WELL, ACTUALLY--I'VE GOT A LOT ON MY MIND. I--


OH, WHY NOT?
NOT A LOT OF LANDING SPOTS IN THE AMAZON, SO I'M HERE TILL WE REACH THE LODGE, RIGHT?

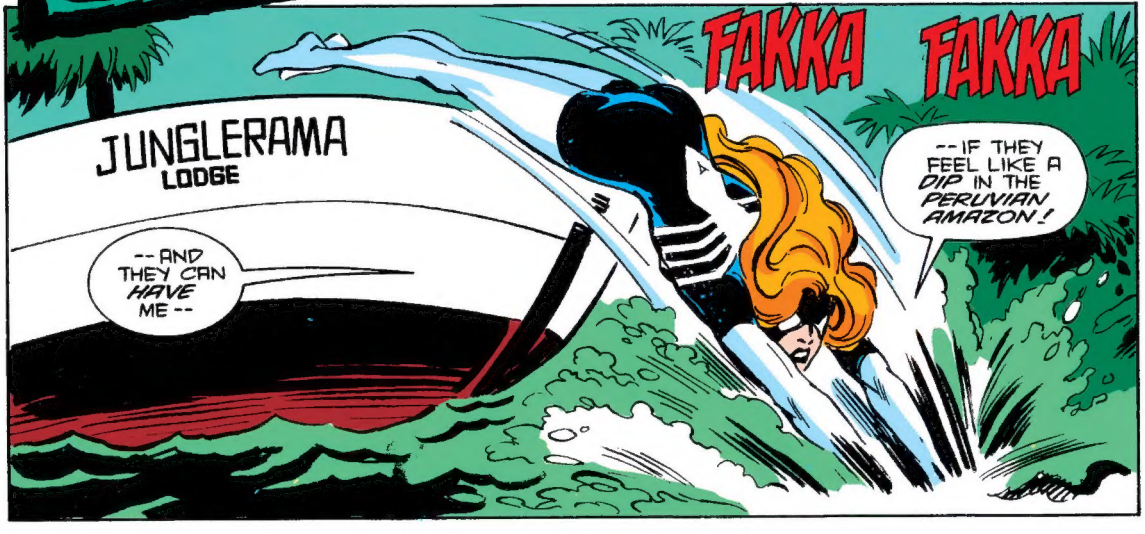

THIS OKAY?
YOU BET! OKAY, BOBBIE--
FIRE AWAY!
JUNGLERAMA LODGE

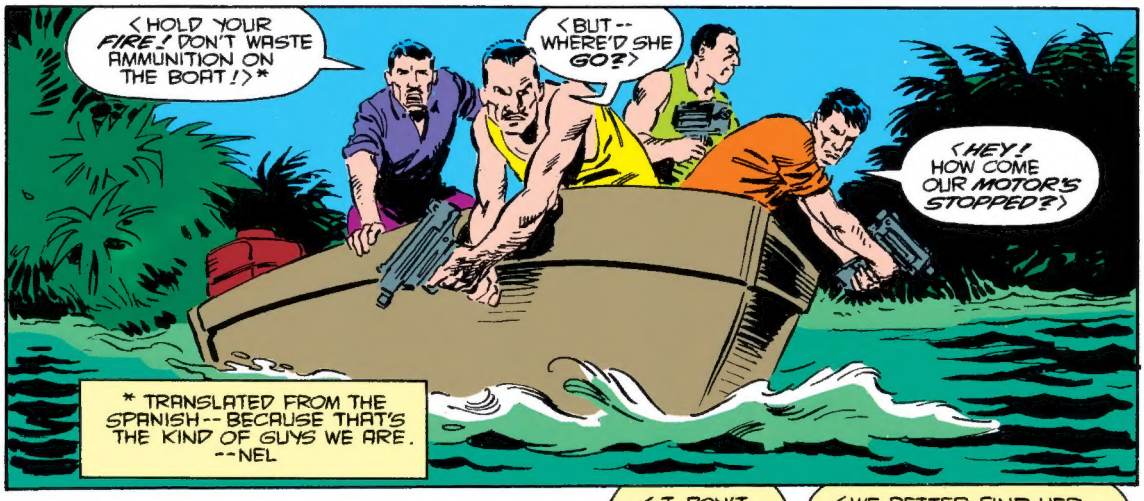

FAKKA FAKKA FAKKA FAKKA
GET INSIDE!

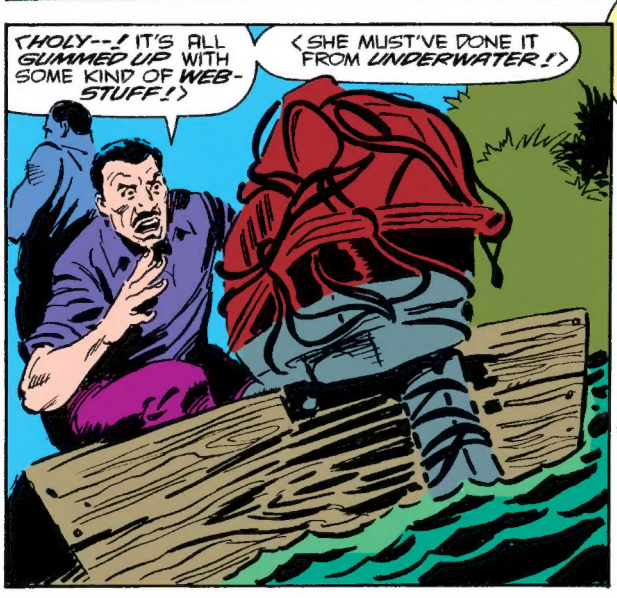

LOOKS LIKE SOMEBODY TOOK YOU LITERALLY!
FAKKA FAKKA
CHUG CHUG CHUG


¡MADRE DE DIOS!
WE CAN'T OUTRUN THAT SPEEDBOAT! WE MUST SURRENDER-- AND PRAY FOR THE BEST!
JUNGLE-RAMA

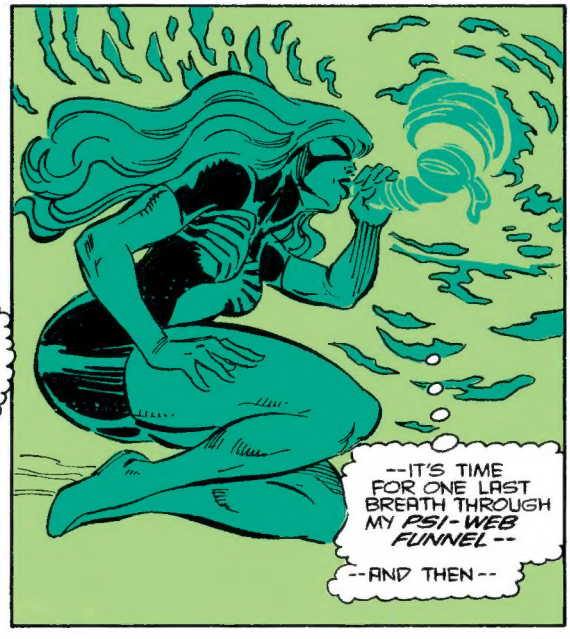
NO! YOU KEEP MOVING!
I'M SURE IT'S ME THEY'RE AFTER --

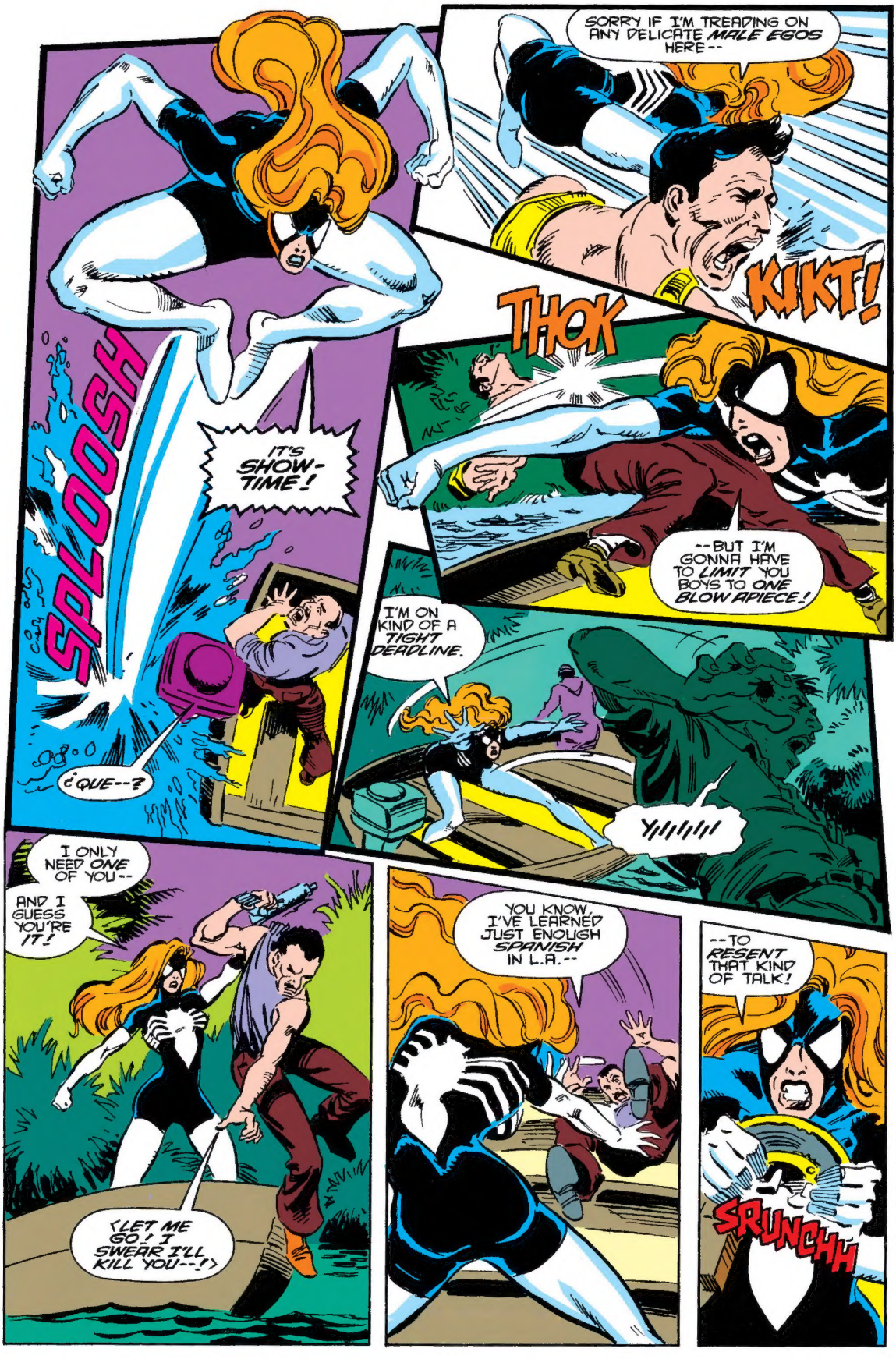

FAKKA FAKKA
JUNGLERAMA LODGE
-- AND THEY CAN HAVE ME --
-- IF THEY FEEL LIKE A DIP IN THE PERUVIAN AMAZON!

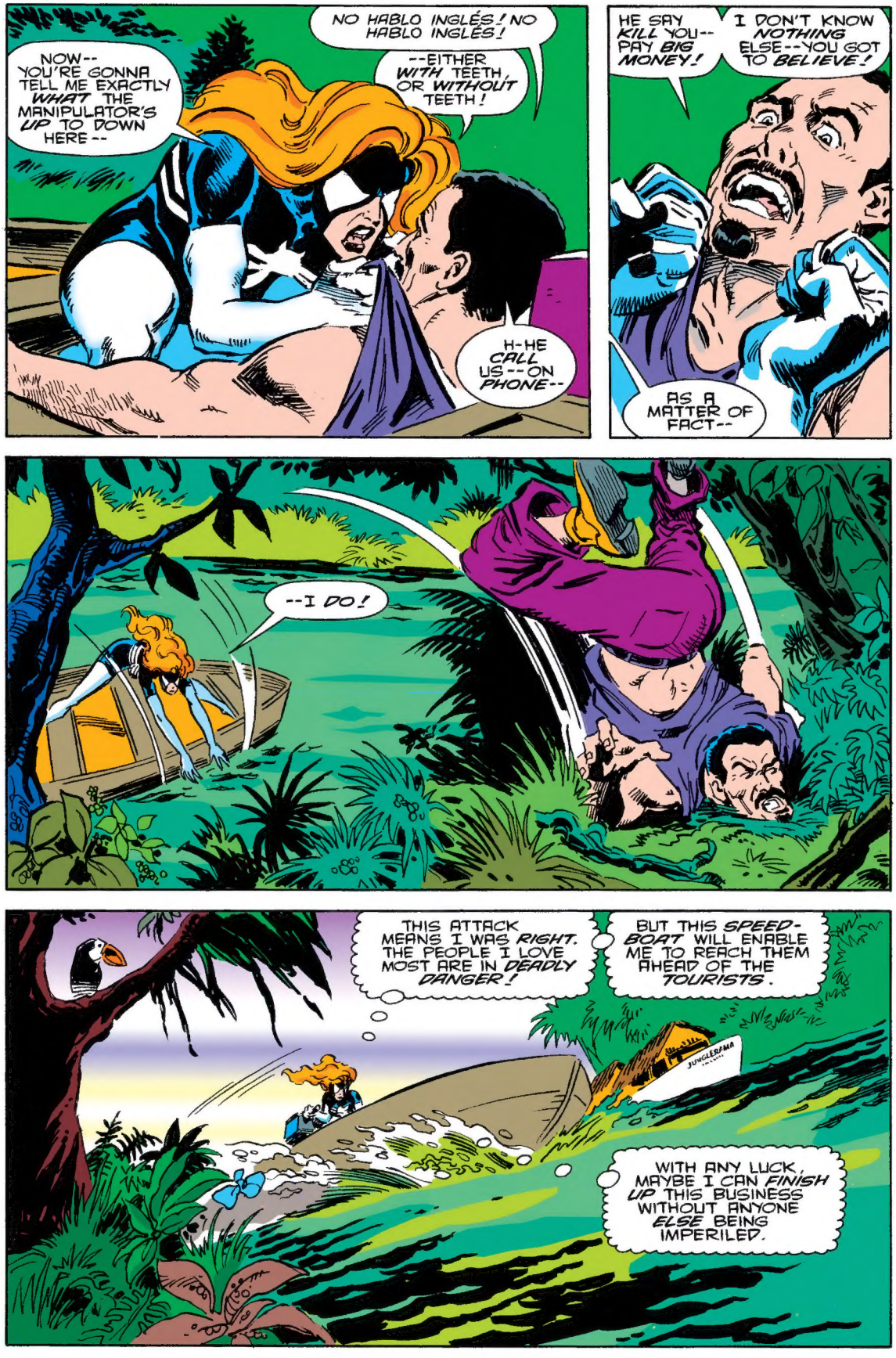

< HOLD YOUR FIRE! DON'T WASTE AMMUNITION ON THE BOAT!>*
< BUT -- WHERE'D SHE GO?>
< HEY! HOW COME OUR MOTOR'S STOPPED?>
* TRANSLATED FROM THE SPANISH -- BECAUSE THAT'S THE KIND OF GUYS WE ARE. --NEL

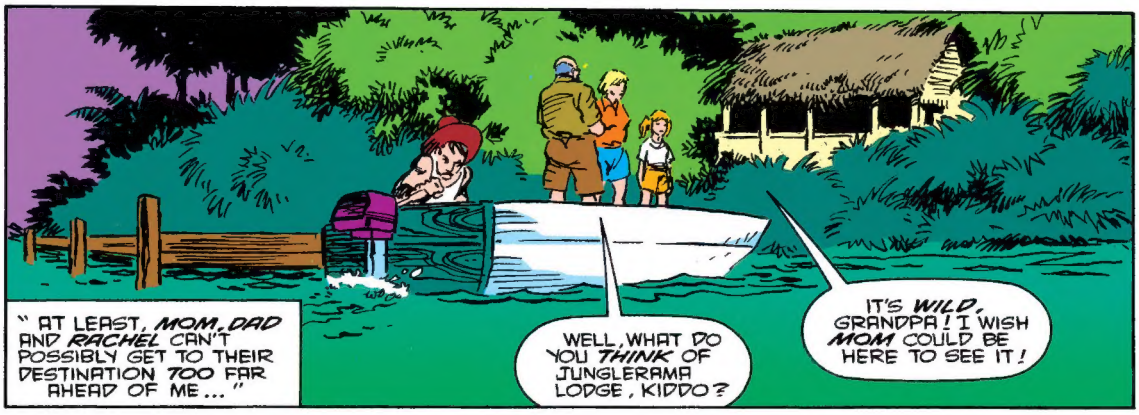

<HOLY--! IT'S ALL GUMMED UP WITH SOME KIND OF WEB-STUFF!>
< SHE MUST'VE DONE IT FROM UNDERWATER!>
< I DON'T GET IT! SHE SHOULD'VE HAD TO COME UP FOR AIR BY NOW!>
< WE BETTER FIND HER AND BLOW HER AWAY-- OR THE MANIPULATOR'LL BLOW US AWAY!>

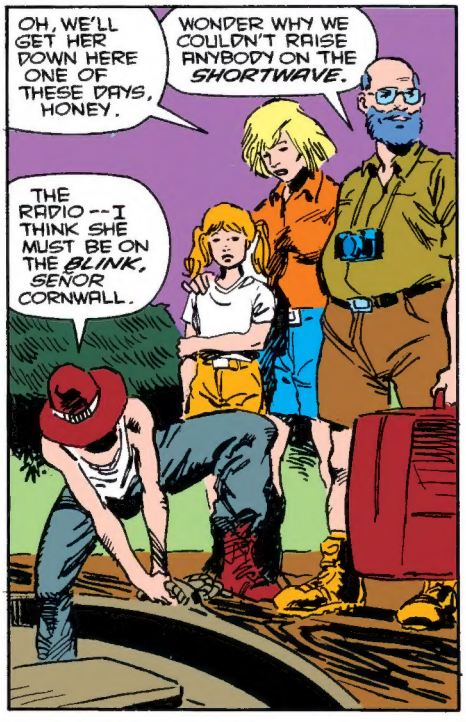
THE MANIPULATOR, HUH? I WAS WONDERING IF HE WAS BEHIND THE ATTACKS BY DEATH-WEB.
WELL, NOW THAT MY PSYCHIC WEB-BING TOOK OUT THEIR RUDDER.
AND GOT THEM UPSET ENOUGH TO BLURT OUT SOME OF WHAT I WANTED TO KNOW.

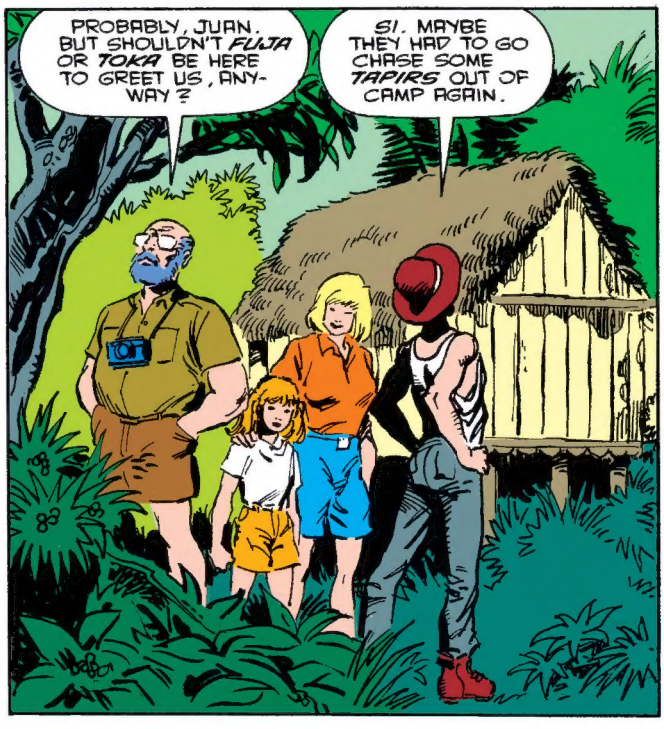

--IT'S TIME FOR ONE LAST BREATH THROUGH MY PSI-WEB FUNNEL--
--AND THEN--


SPLOOSH
IT'S SHOW-TIME!
¿QUE--?
SORRY IF I'M TREADING ON ANY DELICATE MALE EGOS HERE--
KIKT!
THOK
--BUT I'M GONNA HAVE TO LIMIT YOU BOYS TO ONE BLOW APIECE!
I'M ON KIND OF A TIGHT DEADLINE.
Y!!!!!!!
I ONLY NEED ONE OF YOU--
AND I GUESS YOU'RE IT!
<LET ME GO! I SWEAR I'LL KILL YOU--!>
YOU KNOW, I'VE LEARNED JUST ENOUGH SPANISH IN L.A.--
--TO RESENT THAT KIND OF TALK!
SRUNCHH

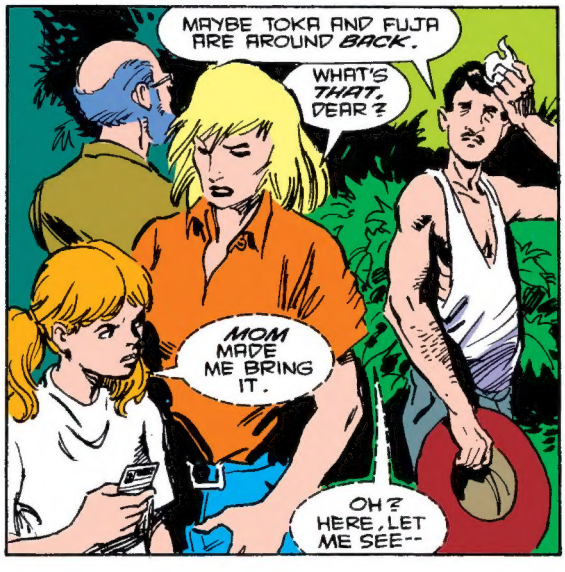

NOW-- YOU'RE GONNA TELL ME EXACTLY WHAT THE MANIPULATOR'S UP TO DOWN HERE--
NO HABLO INGLÉS! NO HABLO INGLÉS!
--EITHER WITH TEETH, OR WITHOUT TEETH!
H-HE CALL US--ON PHONE--
HE SAY KILL YOU-- PAY BIG MONEY!
I DON'T KNOW NOTHING ELSE--YOU GOT TO BELIEVE!
AS A MATTER OF FACT--
--I DO!
THIS ATTACK MEANS I WAS RIGHT. THE PEOPLE I LOVE MOST ARE IN DEADLY DANGER!
BUT THIS SPEED-BOAT WILL ENABLE ME TO REACH THEM AHEAD OF THE TOURISTS.
JUNGLERAMA
WITH ANY LUCK, MAYBE I CAN FINISH UP THIS BUSINESS WITHOUT ANYONE ELSE BEING IMPERILED.


" AT LEAST, MOM, DAD AND RACHEL CAN'T POSSIBLY GET TO THEIR DESTINATION TOO FAR AHEAD OF ME..."
WELL, WHAT DO YOU THINK OF JUNGLERAMA LODGE, KIDDO?
IT'S WILD, GRANDPA! I WISH MOM COULD BE HERE TO SEE IT!

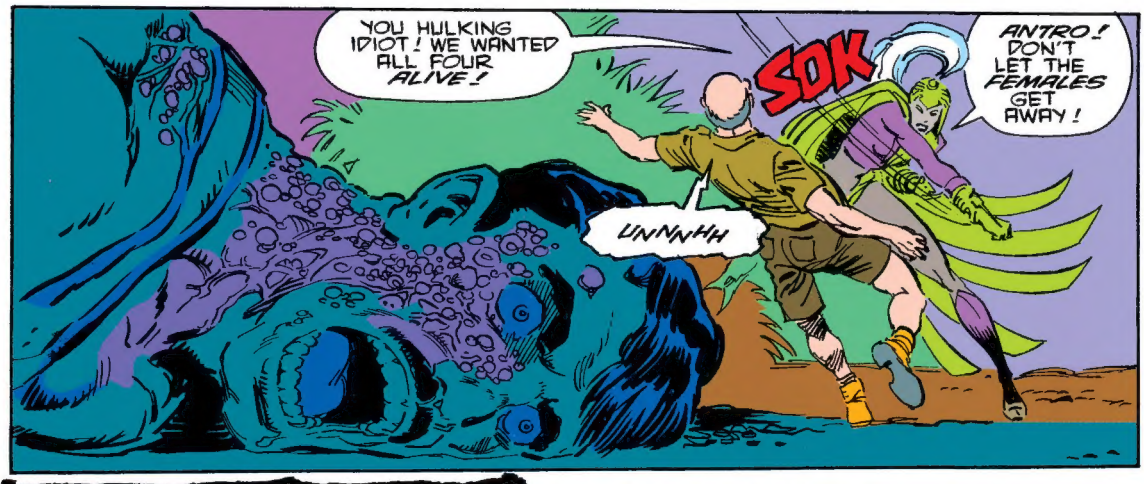

OH, WE'LL GET HER DOWN HERE ONE OF THESE DAYS, HONEY.
WONDER WHY WE COULDN'T RAISE ANYBODY ON THE SHORTWAVE.
THE RADIO--I THINK SHE MUST BE ON THE BLINK, SEÑOR CORNWALL.

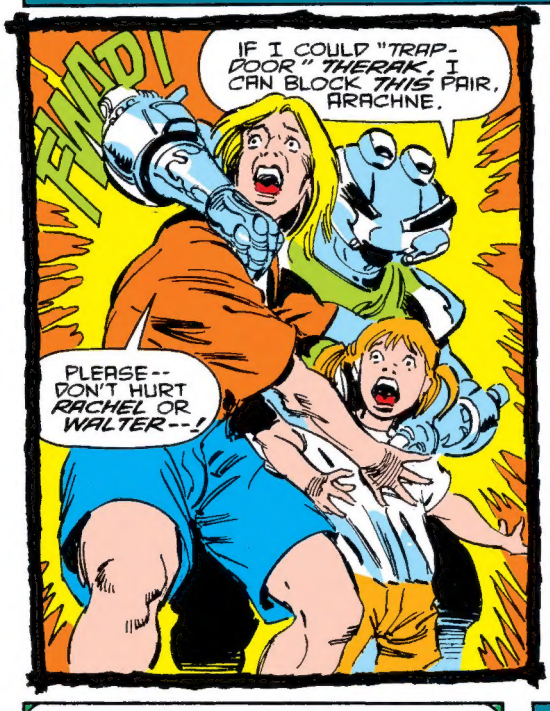

PROBABLY, JUAN. BUT SHOULDN'T FUJA OR TOKA BE HERE TO GREET US, ANYWAY?
SI. MAYBE THEY HAD TO GO CHASE SOME TAPIRS OUT OF CAMP AGAIN.

NO SENSE LOOKING A GIFT HORSE IN THE MOUTH, WALTER.
I GUESS NOT. KINDA NICE, ACTUALLY, HAVING THE PLACE ALL TO OURSELVES TILL THE TOURIST BOAT ARRIVES.


MAYBE TOKA AND FUJA ARE AROUND BACK.
WHAT'S THAT, DEAR?
MOM MADE ME BRING IT.
OH? HERE, LET ME SEE--

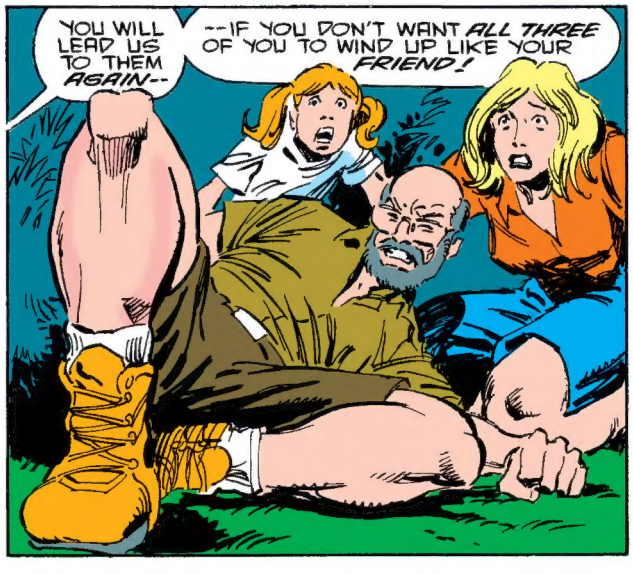
SEÑOR CORNWALL--!
OH MY GOD! THEY'RE ALL DEAD!
THOSE WELTS--THEY'RE THE SAME AS DR. NAPIER HAD--!
BUT--IF SOMEONE KILLED THEM--THEY MIGHT BE--
THRAAP!
--RIGHT HERE, MRS. CORNWALL!
¡MADRE MIA!
YOU AND RACHEL HIDE IN THE BUSHES, LIZ! WE'LL TRY TO--
THRAP!
GOING SOMEWHERE, PANCHO?
FWOP
YYYIIIII

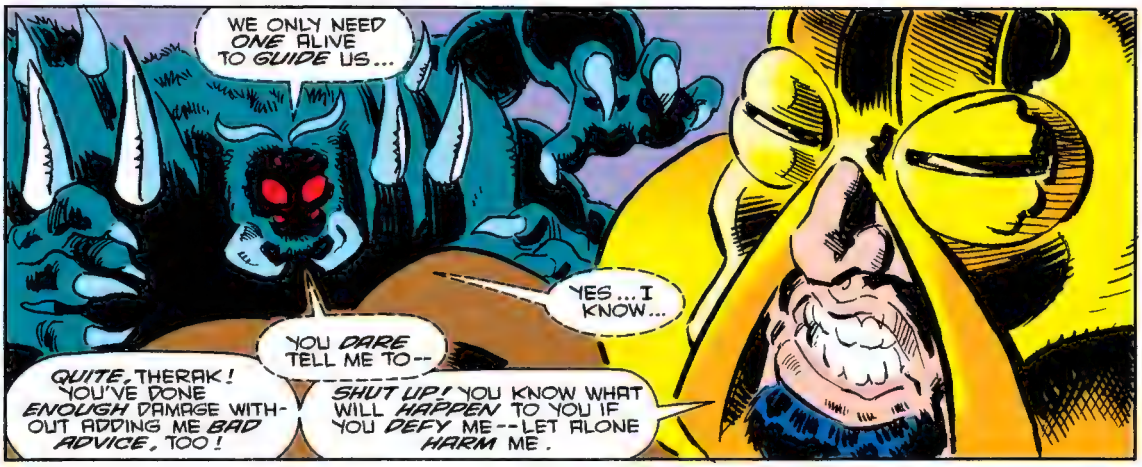

YOU HULKING IDIOT! WE WANTED ALL FOUR ALIVE!
SOK
ANTRO! DON'T LET THE FEMALES GET AWAY!
UNNNHH

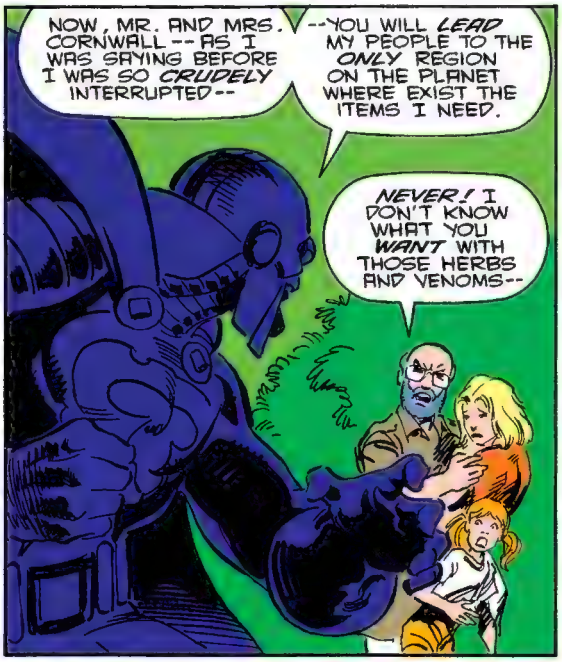

FWAD!
IF I COULD "TRAP-DOOR" THERAK, I CAN BLOCK THIS PAIR, ARACHNE.
PLEASE-- DON'T HURT RACHEL OR WALTER--!

THEN I SUGGEST YOU OBEY MY EVERY COMMAND-- JUST AS MY THREE COHORTS DO.
WH-WHO ARE YOU?

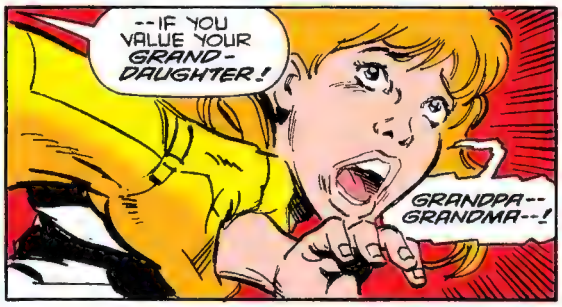
YOU MAY CALL ME THE MANIPULATOR.
I'VE COME ABOUT CERTAIN RARE HERBS AND VENOMOUS SPIDERS, TO WHICH YOU ONCE GUIDED A DR. YAQUA AND A MR. NOTO...
YOU SEE THEM NOW AS TWO OF MY DEATHWEB.

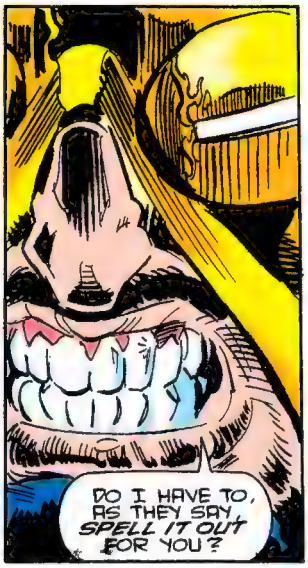

YOU WILL LEAD US TO THEM AGAIN--
--IF YOU DON'T WANT ALL THREE OF YOU TO WIND UP LIKE YOUR FRIEND!

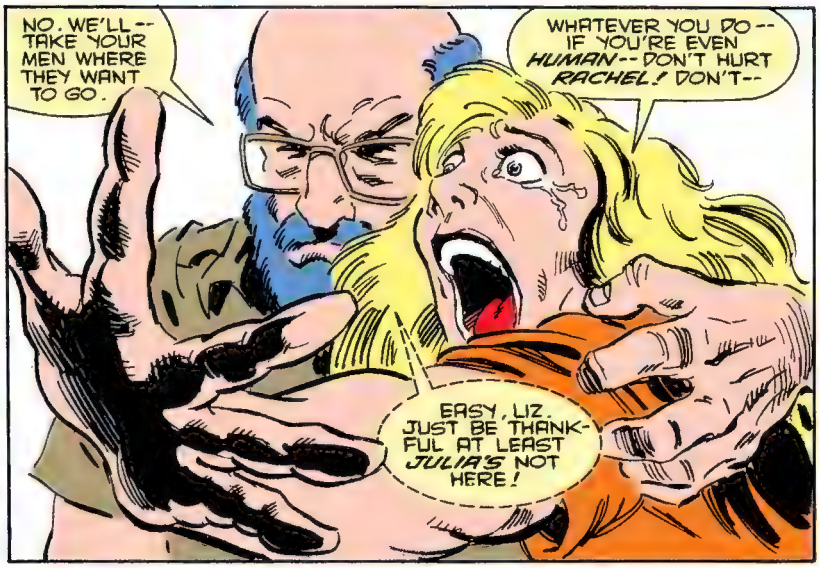

WE ONLY NEED ONE ALIVE TO GUIDE US...
YES...I KNOW...
YOU DARE TELL ME TO--
QUITE, THERAK! YOU'VE DONE ENOUGH DAMAGE WITHOUT ADDING ME BAD ADVICE, TOO!
SHUT UP! YOU KNOW WHAT WILL HAPPEN TO YOU IF YOU DEFY ME--LET ALONE HARM ME.


NOW, MR. AND MRS. CORNWALL--AS I WAS SAYING BEFORE I WAS SO CRUDELY INTERRUPTED--
--YOU WILL LEAD MY PEOPLE TO THE ONLY REGION ON THE PLANET WHERE EXIST THE ITEMS I NEED.
NEVER! I DON'T KNOW WHAT YOU WANT WITH THOSE HERBS AND VENOMS--

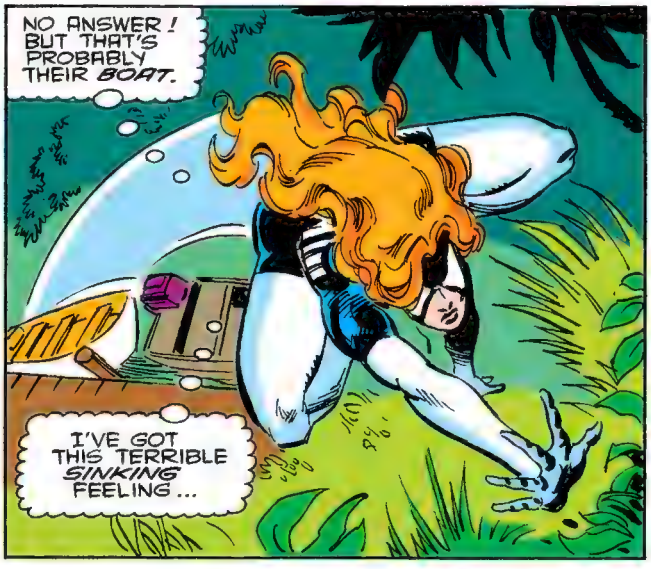
--BUT IT CAN'T BE GOOD, SO WE'RE NOT LEADING YOUR FLUNKIES ANYWHERE.
OH, I THINK YOU WILL--

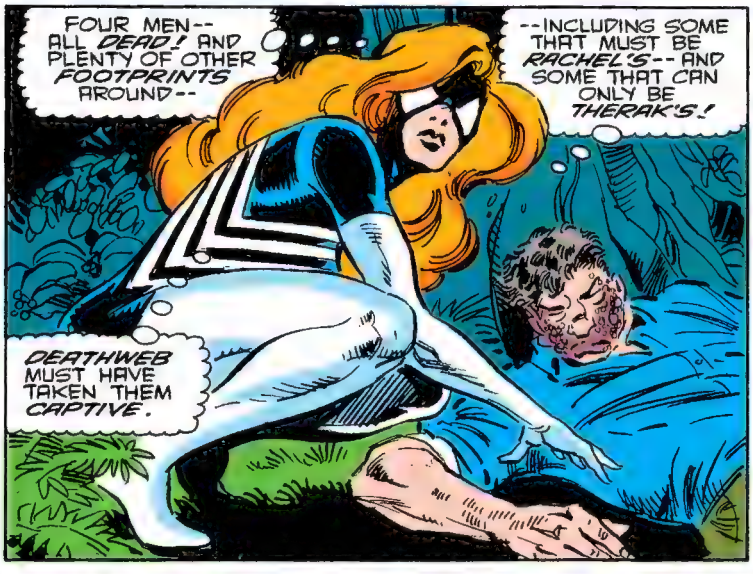

--IF YOU VALUE YOUR GRANDDAUGHTER!
GRANDPA--GRANDMA--!


DO I HAVE TO, AS THEY SAY, SPELL IT OUT FOR YOU?

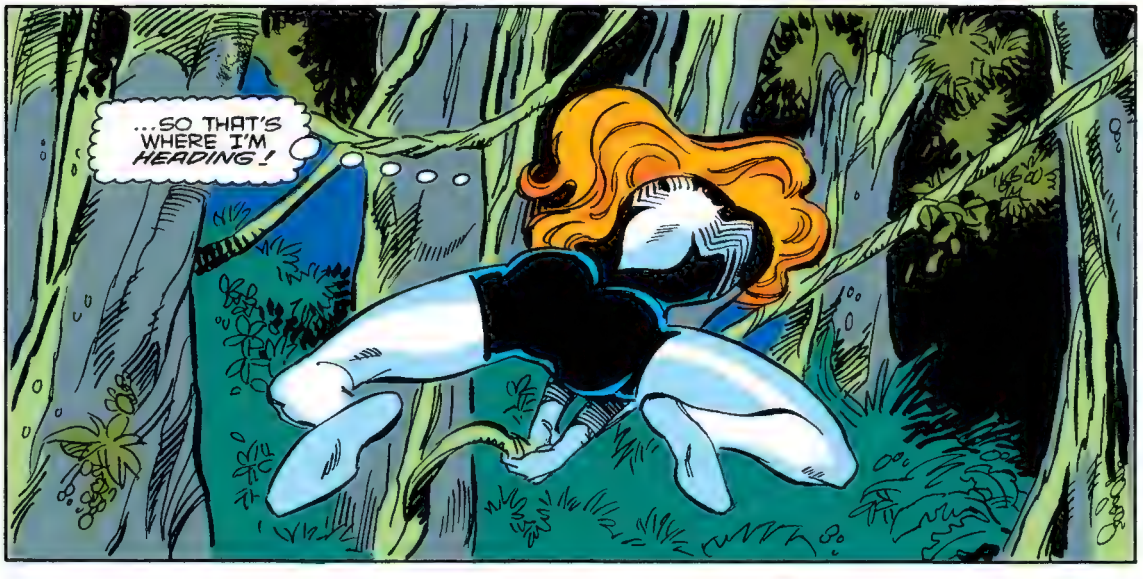

NO. WE'LL--TAKE YOUR MEN WHERE THEY WANT TO GO.
WHATEVER YOU DO--IF YOU'RE EVEN HUMAN--DON'T HURT RACHEL! DON'T--
EASY, LIZ. JUST BE THANKFUL AT LEAST JULIA'S NOT HERE!

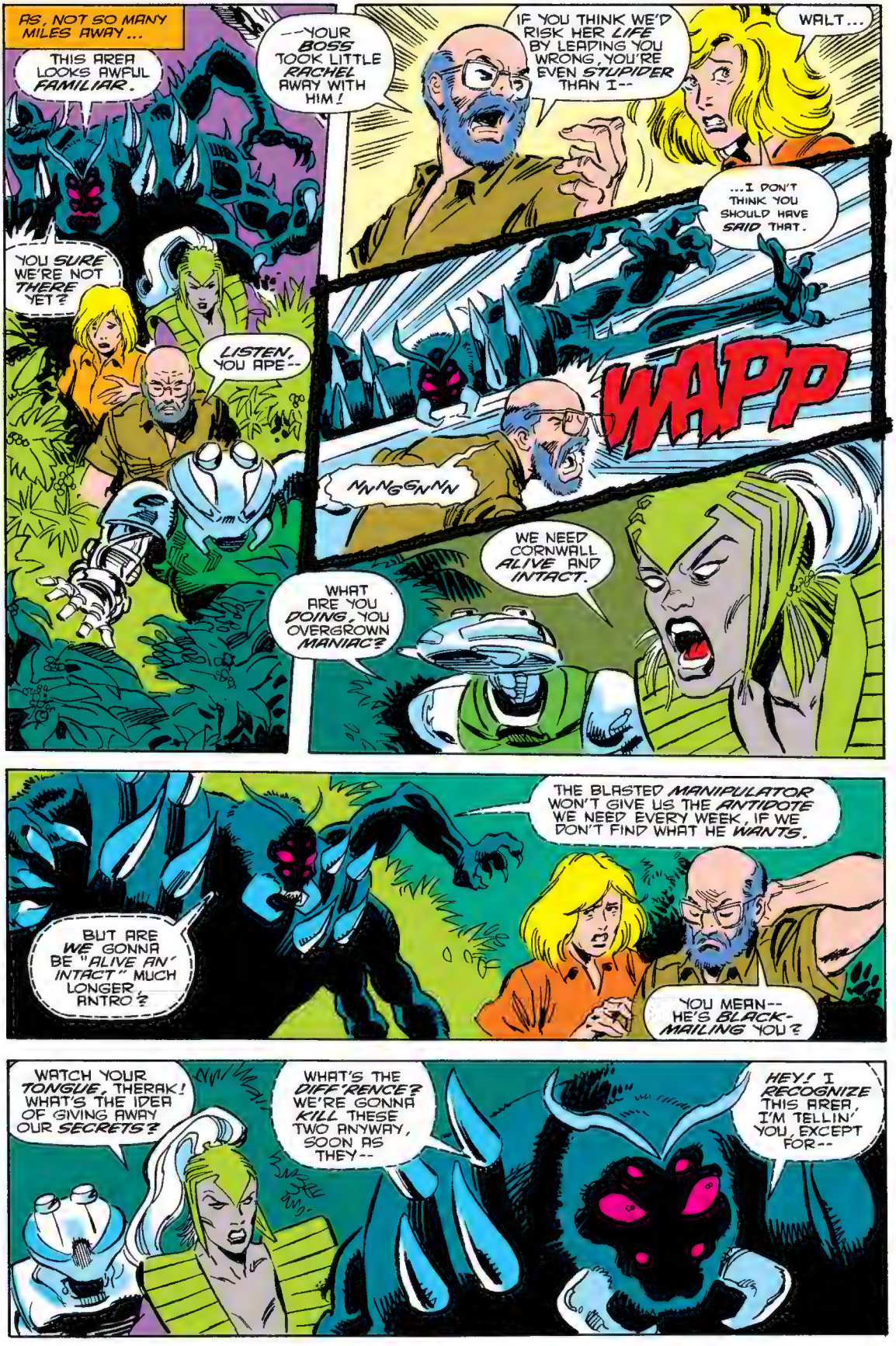
SOME TIME LATER...
MOM! DAD! RACHEL!

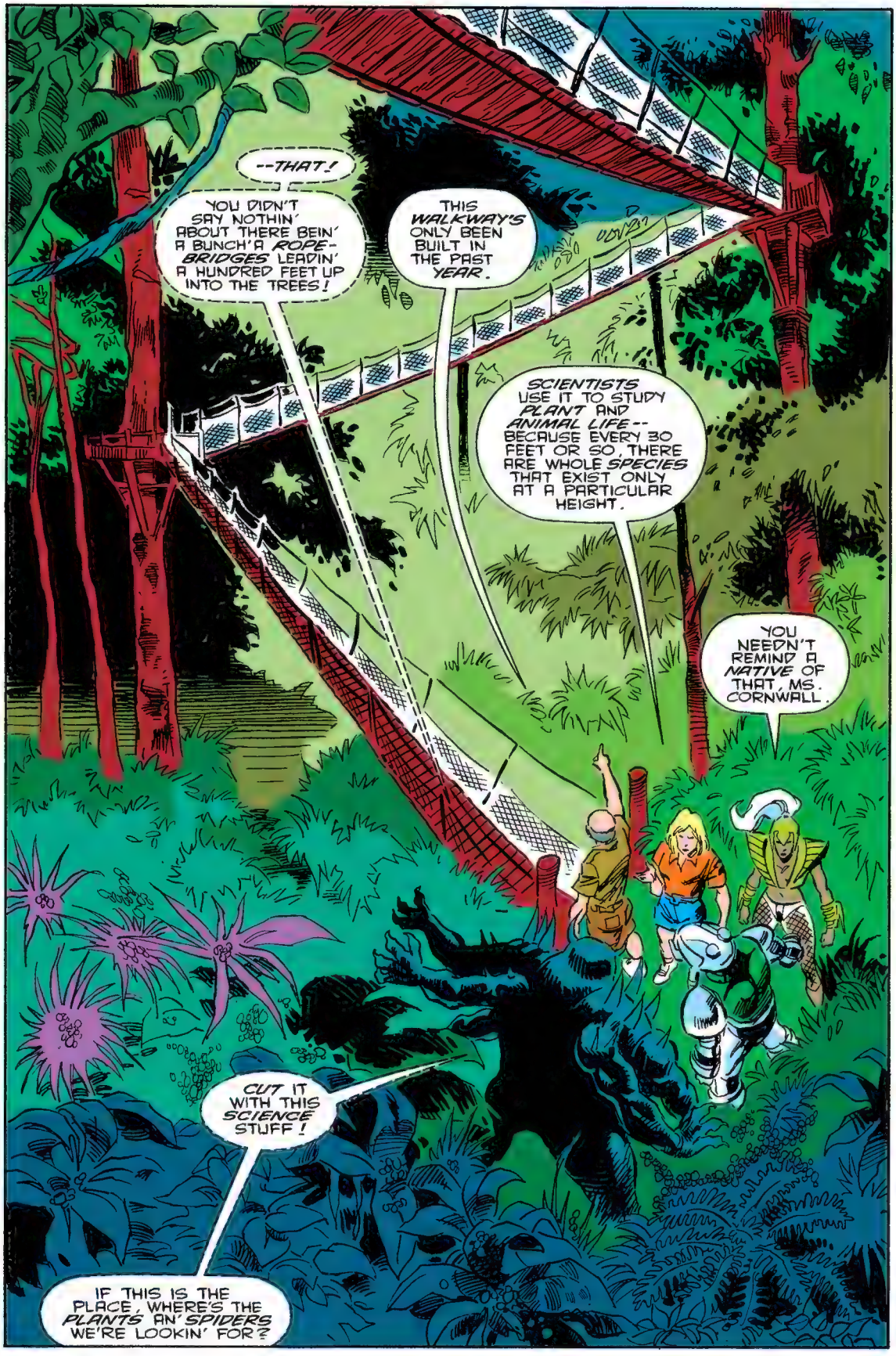

NO ANSWER! BUT THAT'S PROBABLY THEIR BOAT.
I'VE GOT THIS TERRIBLE SINKING FEELING...

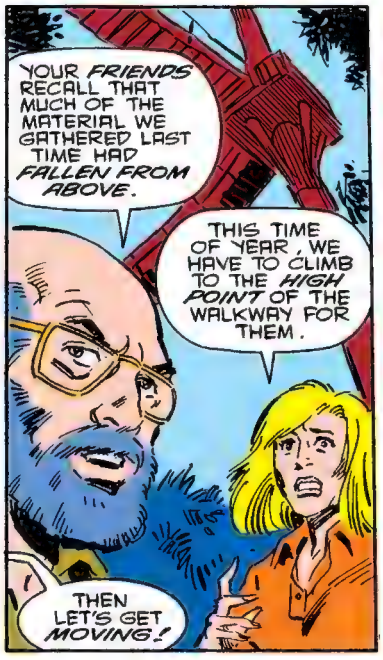

FOUR MEN-- ALL DEAD! AND PLENTY OF OTHER FOOTPRINTS AROUND--
--INCLUDING SOME THAT MUST BE RACHEL'S-- AND SOME THAT CAN ONLY BE THERAK'S!
DEATHWEB MUST HAVE TAKEN THEM CAPTIVE.

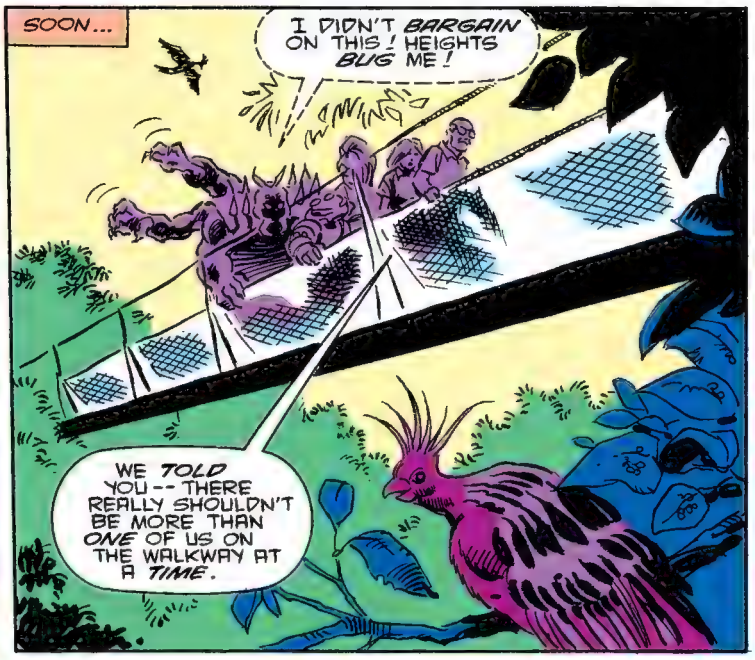
GOOD THING I GAVE RACHEL MY SPARE AVENGERS COMMUNI-CARD.
ITS SIGNAL'S COMING FROM THE INTERIOR...

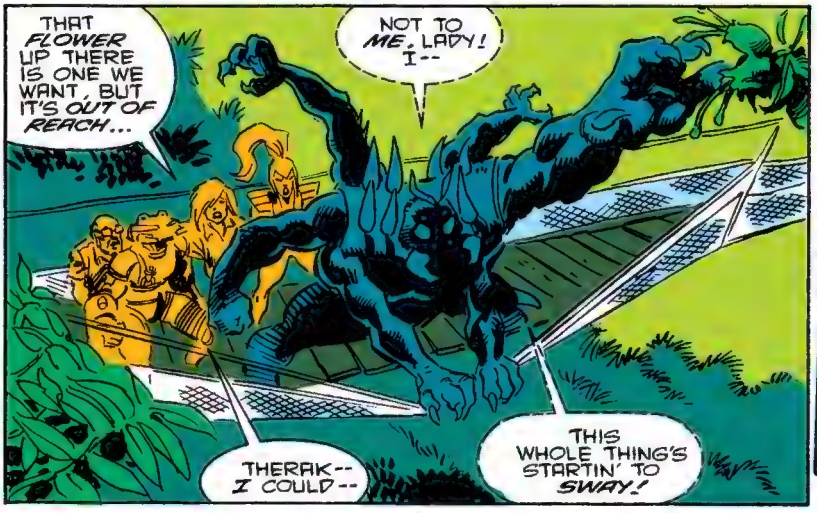

...SO THAT'S WHERE I'M HEADING!

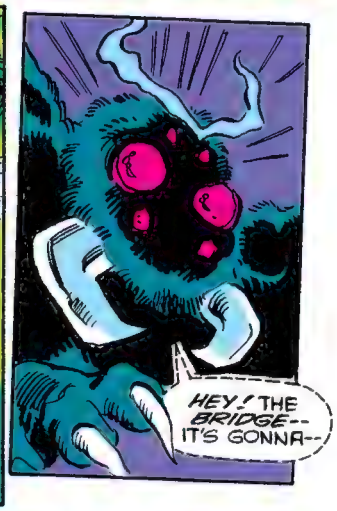

AS, NOT SO MANY MILES AWAY...
THIS AREA LOOKS AWFUL FAMILIAR.
YOU SURE WE'RE NOT THERE YET?
LISTEN, YOU APE--
--YOUR BOSS TOOK LITTLE RACHEL AWAY WITH HIM!
IF YOU THINK WE'D RISK HER LIFE BY LEADING YOU WRONG, YOU'RE EVEN STUPIDER THAN I--
WALT...
...I DON'T THINK YOU SHOULD HAVE SAID THAT.
WAPP
NNNGGNNN
WE NEED CORNWALL ALIVE AND INTACT.
WHAT ARE YOU DOING, YOU OVERGROWN MANIAC?
THE BLASTED MANIPULATOR WON'T GIVE US THE ANTIDOTE WE NEED EVERY WEEK, IF WE DON'T FIND WHAT HE WANTS.
BUT ARE WE GONNA BE "ALIVE AN' INTACT" MUCH LONGER, ANTRO?
YOU MEAN-- HE'S BLACK-MAILING YOU?
WATCH YOUR TONGUE, THERAK! WHAT'S THE IDEA OF GIVING AWAY OUR SECRETS?
WHAT'S THE DIFF'RENCE? WE'RE GONNA KILL THESE TWO ANYWAY, SOON AS THEY--
HEY! I RECOGNIZE THIS AREA, I'M TELLIN' YOU, EXCEPT FOR--

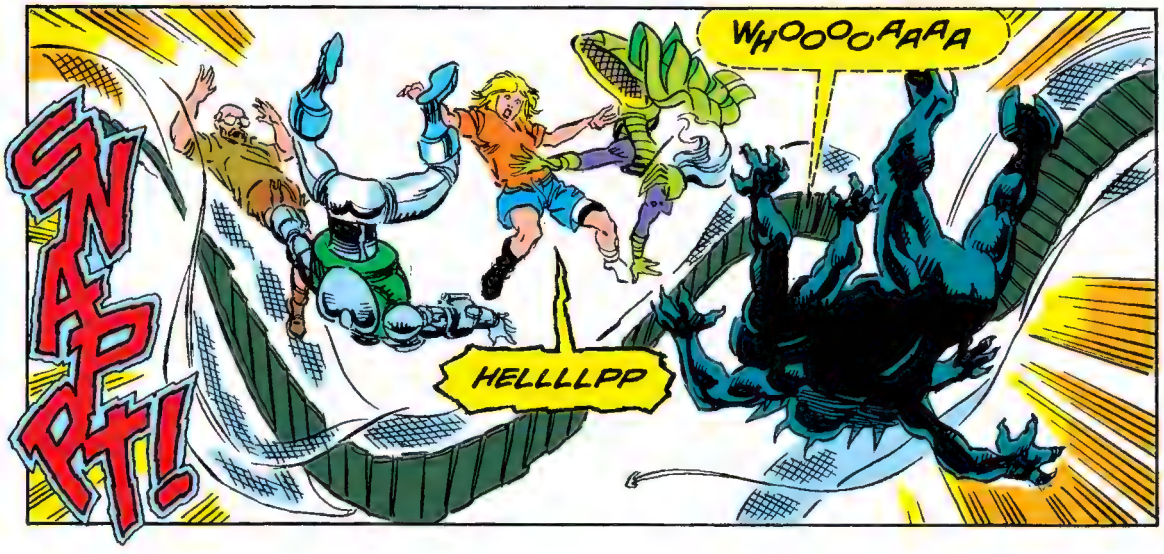

--THAT!
YOU DIDN'T SAY NOTHIN' ABOUT THERE BEIN' A BUNCH'A ROPE-BRIDGES LEADIN' A HUNDRED FEET UP INTO THE TREES!
THIS WALKWAY'S ONLY BEEN BUILT IN THE PAST YEAR.
SCIENTISTS USE IT TO STUDY PLANT AND ANIMAL LIFE -- BECAUSE EVERY 30 FEET OR SO, THERE ARE WHOLE SPECIES THAT EXIST ONLY AT A PARTICULAR HEIGHT.
YOU NEEDN'T REMIND A NATIVE OF THAT, MS. CORNWALL.
CUT IT WITH THIS SCIENCE STUFF!
IF THIS IS THE PLACE, WHERE'S THE PLANTS AN' SPIDERS WE'RE LOOKIN' FOR?

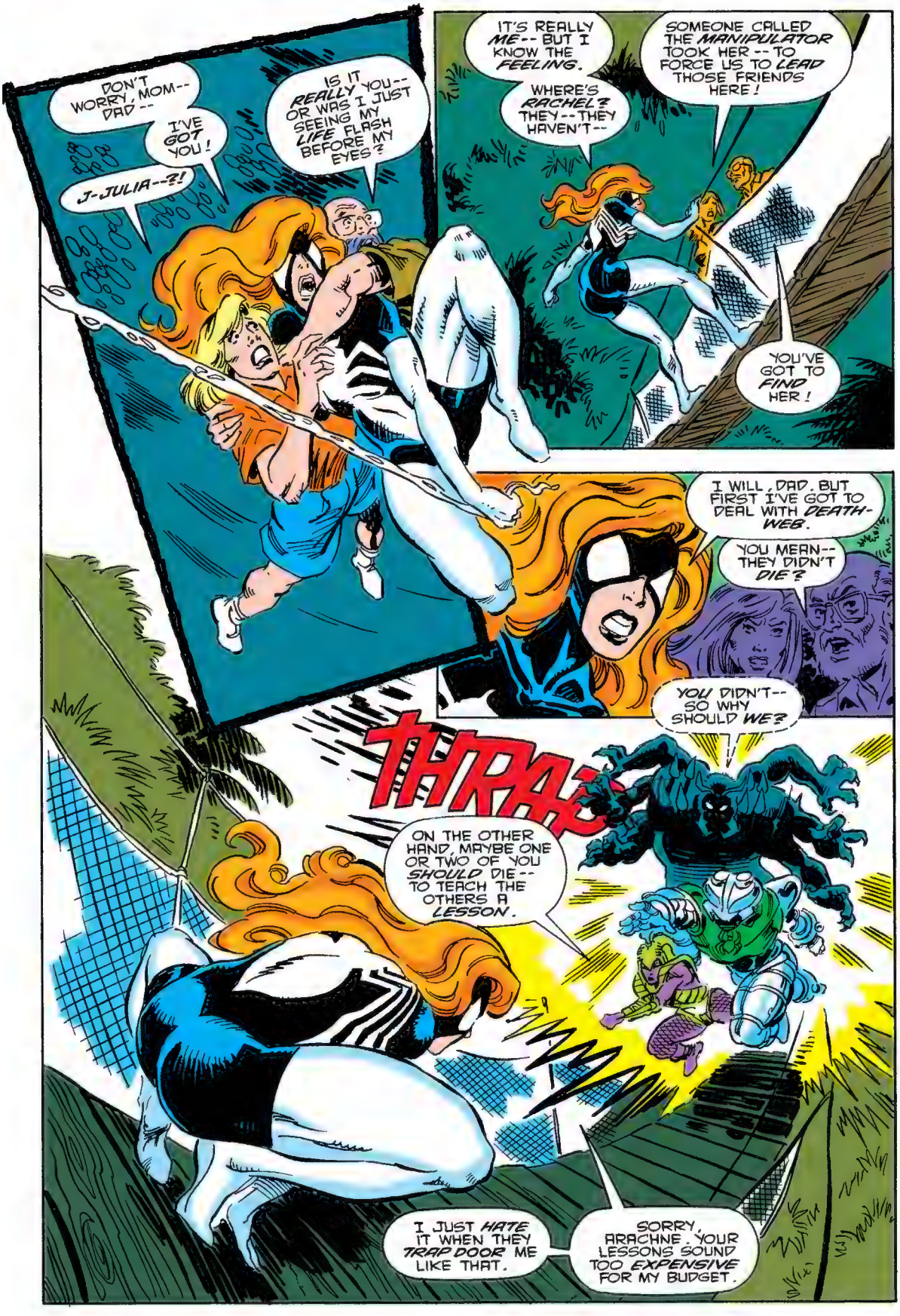

YOUR FRIENDS RECALL THAT MUCH OF THE MATERIAL WE GATHERED LAST TIME HAD FALLEN FROM ABOVE.
THIS TIME OF YEAR, WE HAVE TO CLIMB TO THE HIGH POINT OF THE WALKWAY FOR THEM.
THEN LET'S GET MOVING!

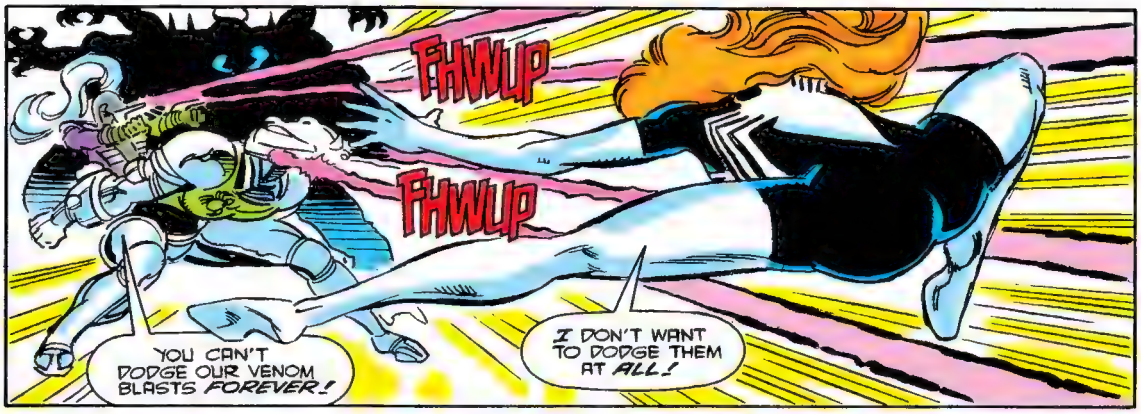

SOON...
I DIDN'T BARGAIN ON THIS! HEIGHTS BUG ME!
WE TOLD YOU -- THERE REALLY SHOULDN'T BE MORE THAN ONE OF US ON THE WALKWAY AT A TIME.

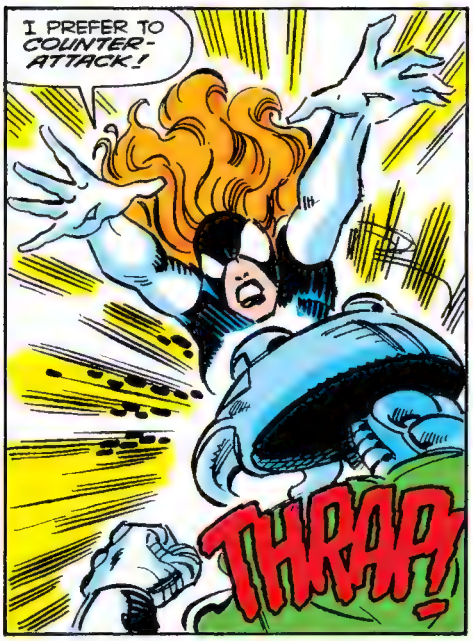

THAT FLOWER UP THERE IS ONE WE WANT, BUT IT'S OUT OF REACH...
NOT TO ME, LADY! I--
THERAK-- I COULD--
THIS WHOLE THING'S STARTIN' TO SWAY!


HEY! THE BRIDGE-- IT'S GONNA--

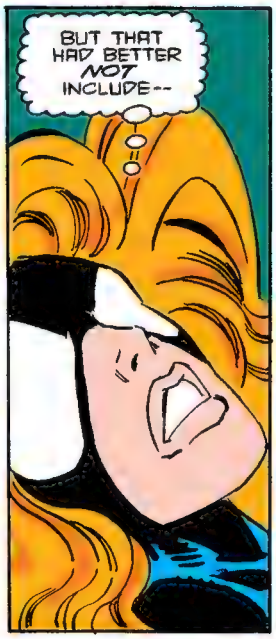

WHOOOOAAAA
SNAPPT!
HELLLLPP

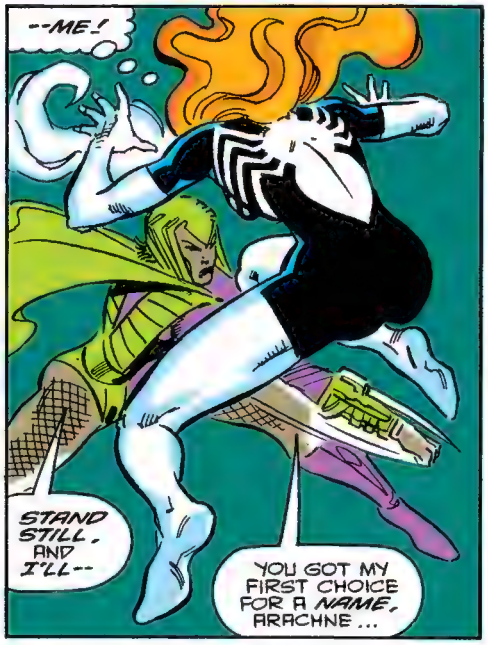

DON'T WORRY, MOM-- DAD --
I'VE GOT YOU!
J-JULIA--?!
IS IT REALLY YOU-- OR WAS I JUST SEEING MY LIFE FLASH BEFORE MY EYES?
IT'S REALLY ME-- BUT I KNOW THE FEELING.
WHERE'S RACHEL? THEY--THEY HAVEN'T--
SOMEONE CALLED THE MANIPULATOR TOOK HER -- TO FORCE US TO LEAD THOSE FRIENDS HERE!
YOU'VE GOT TO FIND HER!
I WILL, DAD. BUT FIRST I'VE GOT TO DEAL WITH DEATH-WEB.
YOU MEAN-- THEY DIDN'T DIE?
YOU DIDN'T-- SO WHY SHOULD WE?
THRAK
ON THE OTHER HAND, MAYBE ONE OR TWO OF YOU SHOULD DIE-- TO TEACH THE OTHERS A LESSON.
I JUST HATE IT WHEN THEY TRAP DOOR ME LIKE THAT.
SORRY, ARACHNE. YOUR LESSONS SOUND TOO EXPENSIVE FOR MY BUDGET.


FHWUP
FHWUP
YOU CAN'T DODGE OUR VENOM BLASTS FOREVER!
I DON'T WANT TO DODGE THEM AT ALL!

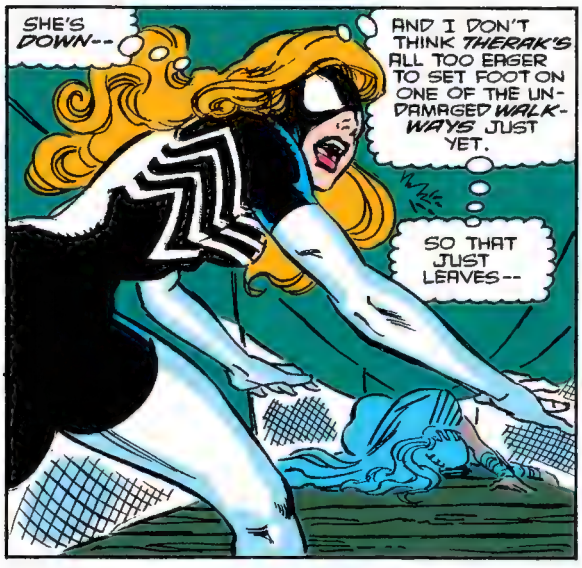

I PREFER TO COUNTER-ATTACK!
THRAP!

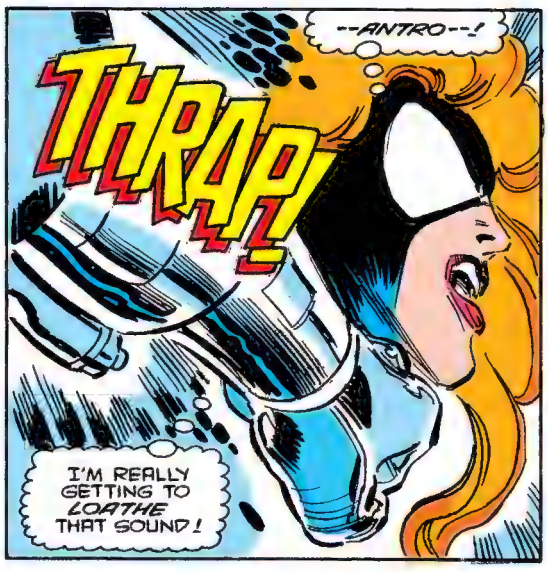
--IF SOMEBODY WOULD JUST STAY PUT FOR A SECOND!

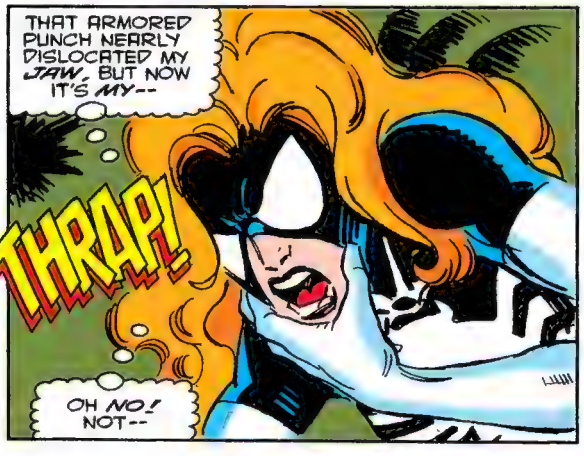

BUT THAT HAD BETTER NOT INCLUDE--

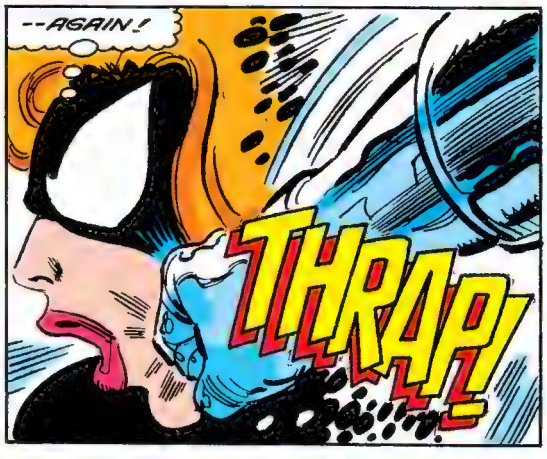

--ME!
STAND STILL, AND I'LL--
YOU GOT MY FIRST CHOICE FOR A NAME, ARACHNE...

DON'T PRESS YOUR LUCK!

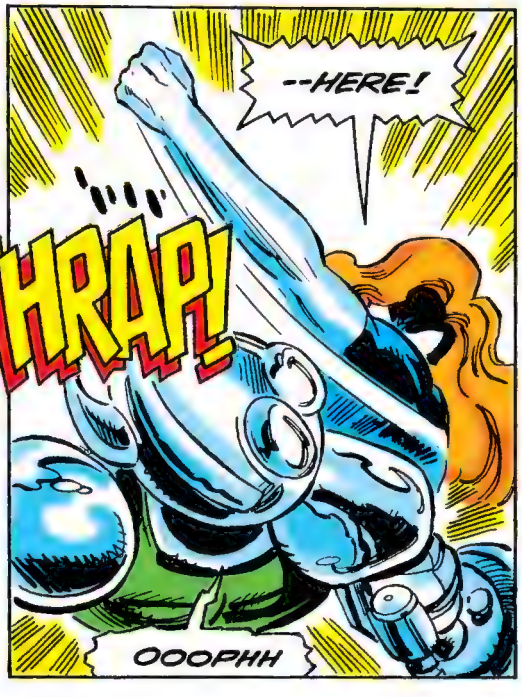

SHE'S DOWN--
AND I DON'T THINK THERAK'S ALL TOO EAGER TO SET FOOT ON ONE OF THE UN-DAMAGED WALK-WAYS JUST YET.
SO THAT JUST LEAVES--

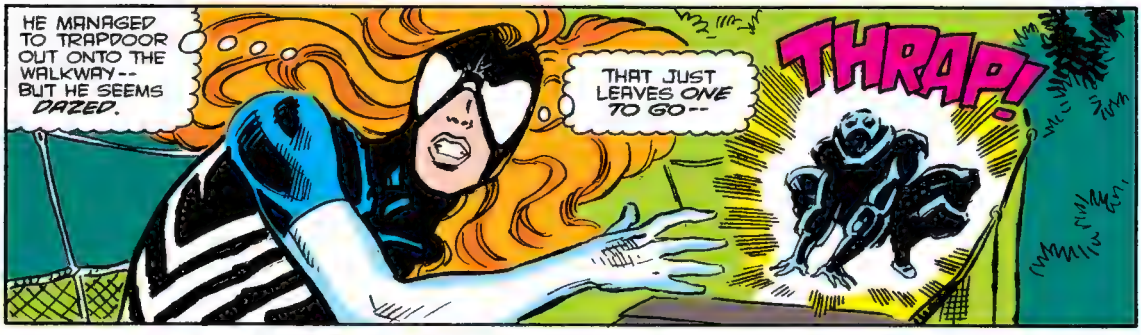

--ANTRO--!
THRAP!
I'M REALLY GETTING TO LOATHE THAT SOUND!

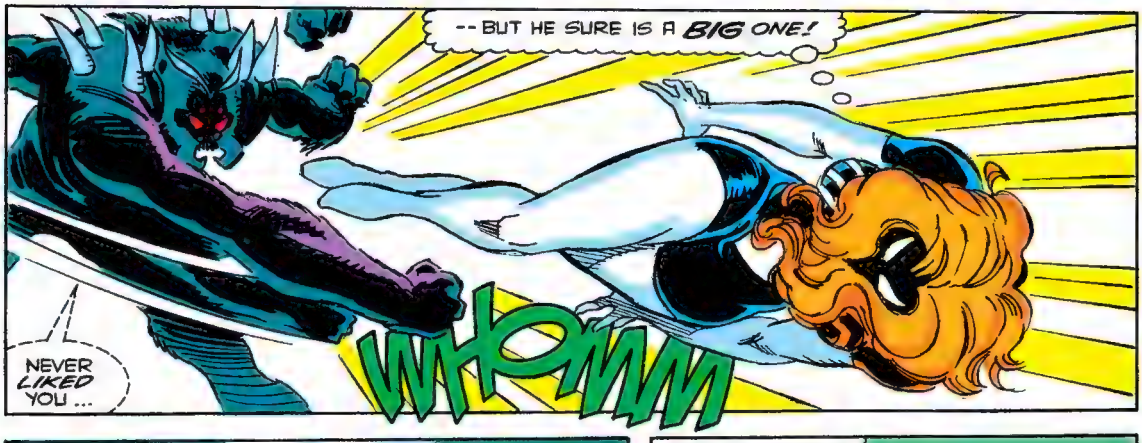

THAT ARMORED PUNCH NEARLY DISLOCATED MY JAW, BUT NOW IT'S MY--
THRAP!
OH NO! NOT--

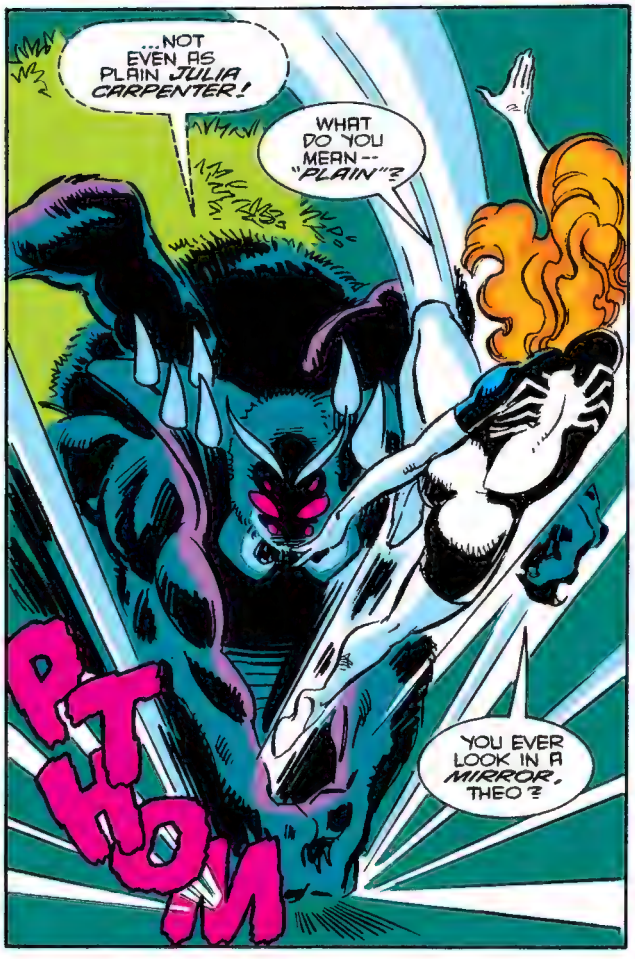

--AGAIN!
THRAP!

HE BELTED ME-- THEN TELEPORTED OFF A SECOND TIME.
LET'S SEE-- FIRST HE WAS THERE-- THEN HE WAS THERE--
SO, WITH ANY LUCK, THE NEXT PLACE ANTRO POPS UP MIGHT BE RIGHT-- ABOUT--


--HERE!
THRAP!
OOOPHH

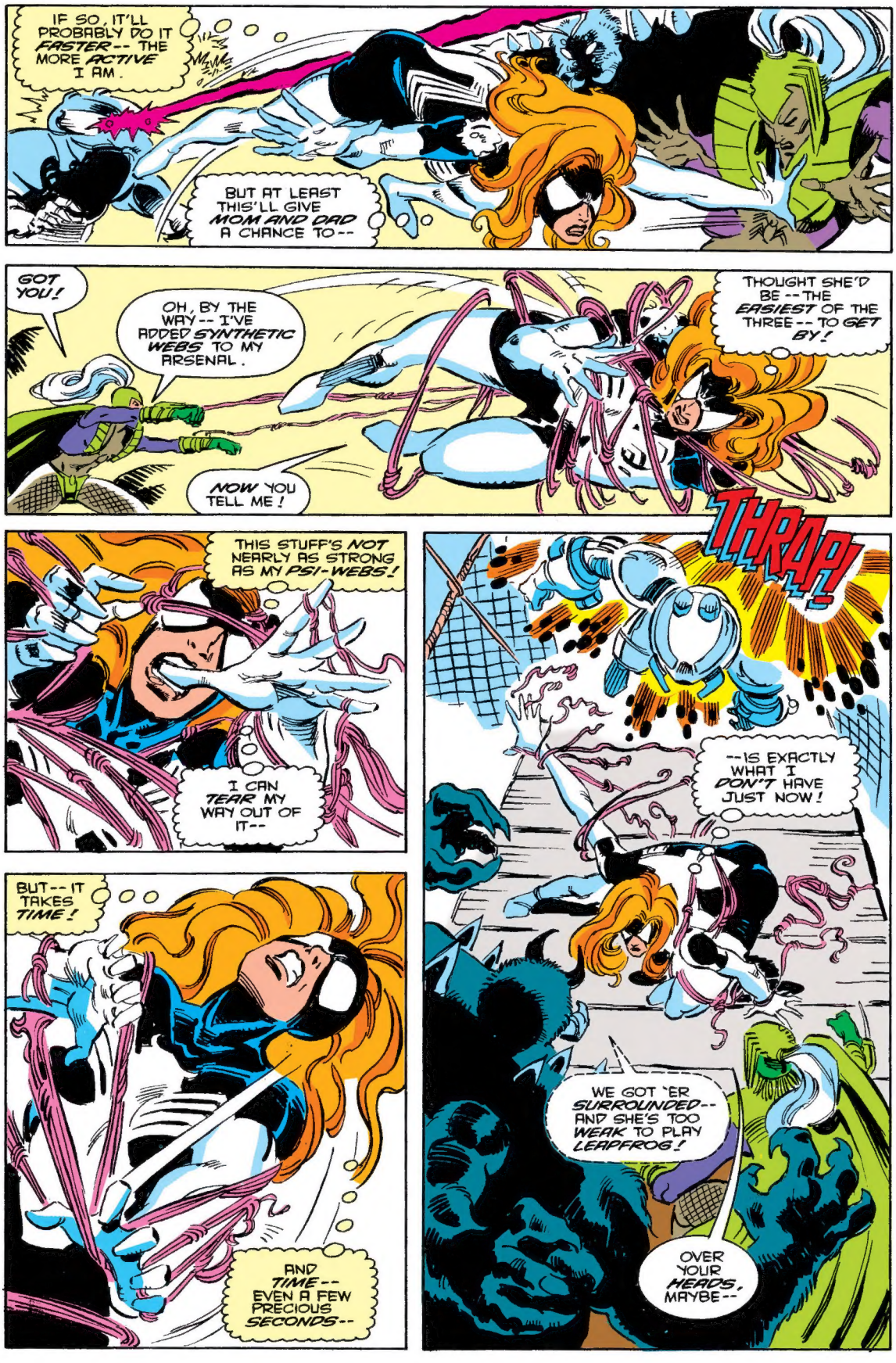

HE MANAGED TO TRAPDOOR OUT ONTO THE WALKWAY-- BUT HE SEEMS DAZED.
THAT JUST LEAVES ONE TO GO--
THRAP!


--BUT HE SURE IS A BIG ONE!
NEVER LIKED YOU...
WHOMM

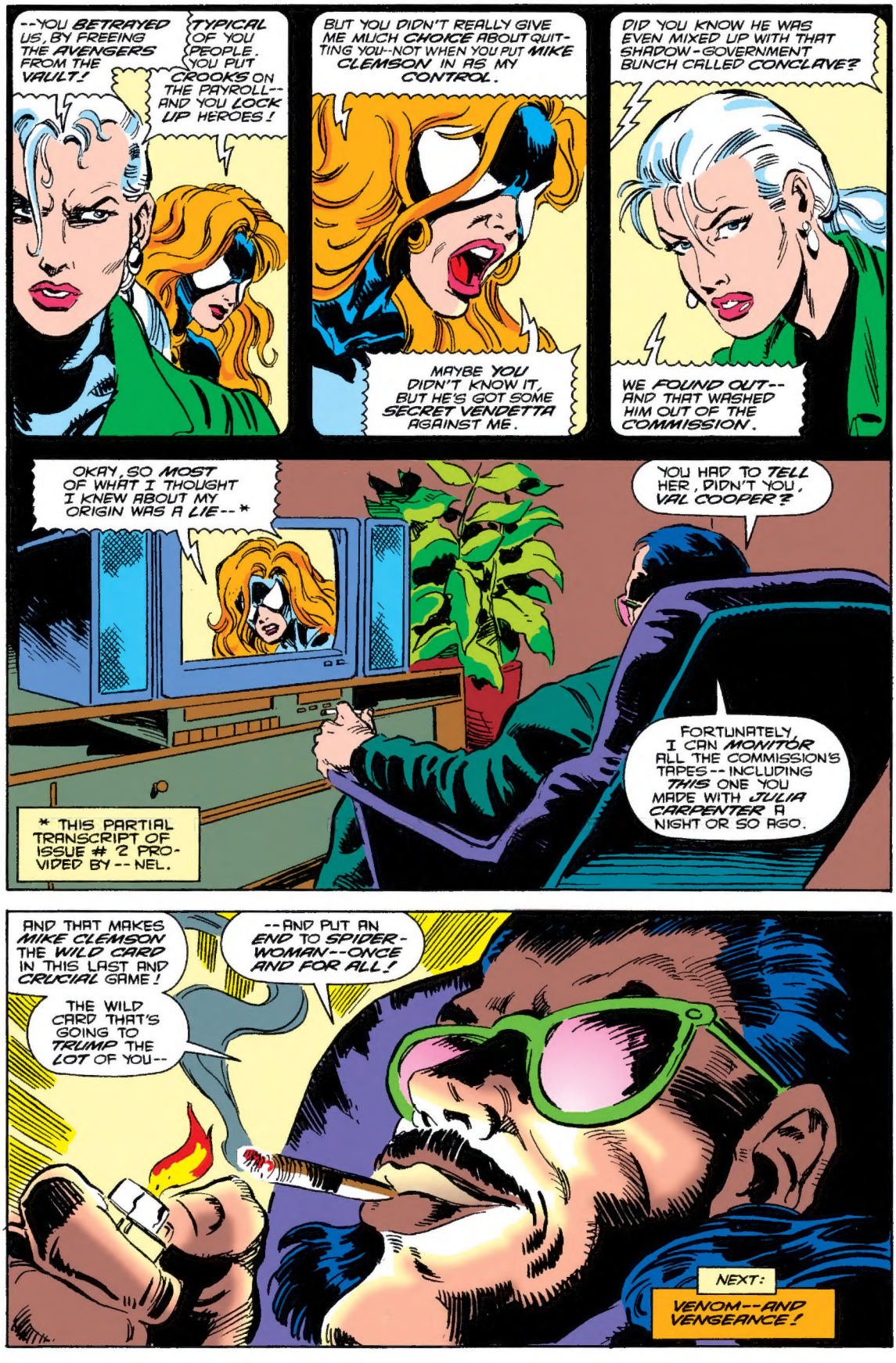

...NOT EVEN AS PLAIN JULIA CARPENTER!
WHAT DO YOU MEAN-- "PLAIN"?
YOU EVER LOOK IN A MIRROR, THEO?
PTHOM

HE'S SWINGING WILD, WITH ALL SIX ARMS!
BUT, NO PROBLEM TO LEAP OVER HIM, AND--
OH NO! LOOKS LIKE I OUT-SMARTED MYSELF!

I WOUND UP SMACK DAB IN THE MIDDLE OF THE THREE OF THEM!
WH--? I CAN'T BELIEVE IT! I DID ALL THIS SO MOM AND DAD COULD ESCAPE--
--AND THEY'RE STILL STANDING THERE, MESMERIZED!
DAD! MOM! GET OUT OF HERE--NOW!
BUT--MY BABY--!
THE ONLY WAY WE CAN HELP HER, LIZ--
--IS BY NOT GIVING DEATH-WEB ANY MORE TARGETS TO SHOOT VENOM AT!
RUN!
MAY GOD HAVE MERCY ON OUR SOULS--
--AND ON OUR DAUGHTER!
SLASH
CLOSE...
CLOSER--
WOOSH
FWUP
CLOSEST!
ARRRRHHH
YOU'RE AN AVENGER, SPIDER-WOMAN...
YOU OUGHT TO KNOW ABOUT THE ADVANTAGE OF TEAM-WORK.
BURNS--LIKE FIRE!
MIGHT KILL ME--LIKE THIS STUFF DID NAPIER--


IF SO, IT'LL PROBABLY DO IT FASTER -- THE MORE ACTIVE I AM.
BUT AT LEAST THIS'LL GIVE MOM AND DAD A CHANCE TO --
GOT YOU!
OH, BY THE WAY -- I'VE ADDED SYNTHETIC WEBS TO MY ARSENAL.
NOW YOU TELL ME!
THOUGHT SHE'D BE -- THE EASIEST OF THE THREE -- TO GET BY!
THIS STUFF'S NOT NEARLY AS STRONG AS MY PSI-WEBS!
I CAN TEAR MY WAY OUT OF IT --
BUT -- IT TAKES TIME!
AND TIME -- EVEN A FEW PRECIOUS SECONDS --
THRAP!
-- IS EXACTLY WHAT I DON'T HAVE JUST NOW!
WE GOT 'ER SURROUNDED -- AND SHE'S TOO WEAK TO PLAY LEAPFROG!
OVER YOUR HEADS, MAYBE --

--BUT THIS TREE'S IN EASIER REACH!
NOW, IF I CAN JUST CLIMB--
--ABOVE WHERE ANTRO CAN TELEPORT--!
STOP HER!
COME AND GET ME, FUR-BALL!
WELL? WHAT'RE--YOU--
ALL OF A SUDDEN--SO DIZZY--THE VENOM MUST BE--
I'LL CATCH 'ER--
THEN I'LL SQUASH 'ER!
NO, THERAK! YOU HEARD WHAT THE MANIPULATOR SAID.
IF WE CAPTURE HER, HE GETS HER--ALIVE!
--THEN BACK DOWN AGAIN, AND KEEP IT UP TILL THE MANIPULATOR GETS--
NOW, ANTRO--CAN YOU DO IT JUST AS WE PRACTICED IT?
NO PROBLEM! I CAN TRAP-DOOR UP TO THE VEGETATION OUT OF REACH--
THRAPP
--EVERY-THING HE WANTS!
INCLUDING OUR DAUGHTER--
--AND OUR GRAND-DAUGHTER!


--YOU BETRAYED US, BY FREEING THE AVENGERS FROM THE VAULT!
TYPICAL OF YOU PEOPLE. YOU PUT CROOKS ON THE PAYROLL--AND YOU LOCK UP HEROES!
BUT YOU DIDN'T REALLY GIVE ME MUCH CHOICE ABOUT QUITTING YOU--NOT WHEN YOU PUT MIKE CLEMSON IN AS MY CONTROL.
MAYBE YOU DIDN'T KNOW IT, BUT HE'S GOT SOME SECRET VENDETTA AGAINST ME.
DID YOU KNOW HE WAS EVEN MIXED UP WITH THAT SHADOW-GOVERNMENT BUNCH CALLED CONCLAVE?
WE FOUND OUT--AND THAT WASHED HIM OUT OF THE COMMISSION.
OKAY, SO MOST OF WHAT I THOUGHT I KNEW ABOUT MY ORIGIN WAS A LIE--*
YOU HAD TO TELL HER, DIDN'T YOU, VAL COOPER?
FORTUNATELY, I CAN MONITOR ALL THE COMMISSION'S TAPES--INCLUDING THIS ONE YOU MADE WITH JULIA CARPENTER A NIGHT OR SO AGO.
* THIS PARTIAL TRANSCRIPT OF ISSUE # 2 PROVIDED BY--NEL.
AND THAT MAKES MIKE CLEMSON THE WILD CARD IN THIS LAST AND CRUCIAL GAME!
--AND PUT AN END TO SPIDER-WOMAN--ONCE AND FOR ALL!
THE WILD CARD THAT'S GOING TO TRUMP THE LOT OF YOU--
NEXT:
VENOM--AND VENGEANCE!